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June 14, 1999

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State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

RE: Pinellas Park Middle School Music Boosters, Inc.


Dear Madam or Sir:

Enclosed please find an original and one copy of the Amended Articles of Incorporation for Pinellas Park Middle School Music Boosters, Inc.

I would ask that you please file the Amended Articles and forward proof of such filing to my office. Attached is a firm escrow check in the amount of \$ 35.00 for the cost of filing the Articles and for a certified copy.

Please do not hesitate to contact me should you have any questions concerning the matter. You may call collect.

Very truly yours,

  
JOSEPH GIAMBALVO

JG/pmm

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6-14-99

AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
PINELLAS PARK MIDDLE SCHOOL MUSIC BOOSTERS, INC.,  
(A Not for Profit Corporation)

The Board of Trustees of Pinellas Park Middle School Music Boosters, Inc., having adopted Amendments to the Articles of Incorporation by majority vote at its Board Meeting on June 7, 1999 amends the Articles of Incorporation as follows:

ARTICLE II

The general nature and purpose of this corporation shall be to conduct all such lawful activity available to any legal entity including, but not limited to, the following:

To raise funds for the purchase of equipment and materials for the Pinellas Park Middle School Band and Chorus.

The purposes for which the Corporation is organized are exclusively charitable and educational in nature within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an

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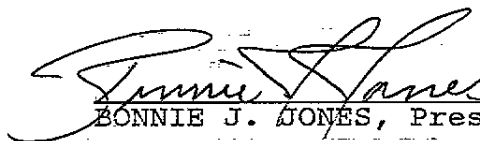
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organization exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future internal revenue code, or to the Federal, State or local government for exclusive public purpose.

#### ARTICLE IX

These Articles may be amended by a majority vote of the Board of Trustees at any regular or special meeting at which a quorum is present. There are no members of the Corporation entitled to vote on a proposed amendment.

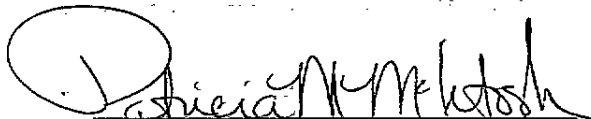
  
BONNIE J. JONES, President

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a notary public authorized to take acknowledgments in the State and County set forth above, personally appeared BONNIE J. JONES who is personally known

to me and who did not take an oath, who executed these  
Amended Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and  
affixed my official seal, in the State and County aforesaid,  
this 11th day of June, 1999.



PATRICIA M. MCINTOSH  
NOTARY PUBLIC

My Commission Expires:



~~Patricia M. McIntosh  
MY COMMISSION # CC580738  
August 28, 2000  
BONDED THRU TROY FAIN~~



Patricia M. McIntosh  
MY COMMISSION # CC580738 EXPIRES  
August 28, 2000  
BONDED THRU TROY FAIN INSURANCE, INC.